

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

OKLAHOMA FIREFIGHTERS PENSION  
AND RETIREMENT SYSTEM,

Plaintiff,

v.

ELON R. MUSK, ELON MUSK  
REVOCABLE TRUST DATED JULY 22,  
2003, EXCESSION, LLC, and JARED  
BIRCHALL,

Defendants.

No. 1:22-cv-03026-ALC-GWG

**DECLARATION OF JESSE  
BERNSTEIN IN SUPPORT OF  
DEFENDANTS' MOTION TO  
DISMISS LEAD PLAINTIFF'S  
FIRST AMENDED COMPLAINT**

I, Jesse Bernstein, declare as follows:

1. I am a Partner at Quinn Emanuel Urquhart & Sullivan LLP, counsel for Defendants Elon R. Musk, the Elon Musk Revocable Trust Dated July 22, 2003, Excession, LLC, and Jared Birchall in this matter. I am a member in good standing of the bar of the State of New York and am admitted to practice before this Court.

2. I am submitting this declaration in support of Defendants' Motion to Dismiss Lead Plaintiff's First Amended Complaint. I have personal knowledge of the matters set forth herein and if called as a witness I would testify competently thereto.

3. Attached as Exhibit A is a true and correct copy of a text exchange produced at Bates ERM-Oklahoma0001497.

4. Attached as Exhibit B is a true and correct copy of a text exchange produced at Bates ERM-Oklahoma0000319.

5. Attached as Exhibit C is a true and correct copy of a February 6, 2019, Paul Hastings LLP client alert article entitled "SEC Reporting Obligations Under Section 13 and Section 16 of the Exchange Act."

6. Attached as Exhibit D is a true and correct copy of an email exchange produced at Bates ERM-Oklahoma0005827.

I declare under penalty of perjury under the laws of the State of New York that the foregoing is true and correct.

DATED: July 3, 2024

By: /s/ Jesse Bernstein

Jesse Bernstein